

47. A compound according to claim **46**, wherein R_9 is methylenedioxyphenyl; phenyl; tolyl; methoxyphenyl; halophenyl; or halomethylphenyl.

48. A compound according to claim **45**, wherein R_{10} , $R_{10'}$, R_{14} , and $R_{14'}$ are independently hydrogen or optionally substituted C_1 - C_4 alkyl.

49. A compound according to claim **48**, wherein R_{14} and $R_{14'}$ are hydrogen.

50. A compound according to claim **1**, wherein

R_1 is benzyl, halobenzyl, methoxybenzyl-, cyanobenzyl, or naphthalenylmethyl-;

R_2 is ethyl or propyl;

R_2 is hydrogen;

R_5 is hydrogen;

R_6 is hydrogen;

R_7 is halo, cyano, methoxy or hydrogen;

R_8 is hydrogen; and

R_{12} is $-NR_4(COR_3)$ wherein R_3 is optionally substituted aryl and R_4 is R_{16} -alkylene- wherein R_{16} is hydroxyl, di(C_1 - C_4)alkylamino-, (C_1 - C_4 alkyl)amino-, amino, pyrrolidino, piperidino, imidazolyl and morpholino.

51. A compound according to claim **50**, wherein

R_1 is benzyl, halobenzyl, methoxybenzyl-, cyanobenzyl, or naphthalenylmethyl-;

R_2 is propyl;

R_2 is hydrogen;

R_5 is hydrogen;

R_6 is hydrogen;

R_7 is halo, cyano, methoxy or hydrogen;

R_8 is hydrogen; and

R_{12} is $-NR_4(COR_3)$ wherein R_4 is aminopropyl and R_3 is tolyl.

52. A compound according to claim **1** or **2**, wherein

R_1 is benzyl, halobenzyl, methoxybenzyl-, cyanobenzyl, or naphthalenylmethyl;

R_2 is ethyl or propyl;

R_2 is hydrogen;

R_5 is hydrogen;

R_6 is hydrogen;

R_7 is halo, cyano, methoxy or hydrogen;

R_8 is hydrogen; and

R_{12} is optionally substituted imidazolyl wherein R_{10} , $R_{10'}$, R_{14} and $R_{14'}$ are independently hydrogen or optionally substituted C_1 - C_4 alkyl; and R_9 is optionally substituted phenyl.

53. A compound according to claim **1** or **2**, wherein

R_1 is benzyl, halobenzyl, methoxybenzyl-, cyanobenzyl, or naphthalenylmethyl;

R_2 is ethyl or propyl;

R_2 is hydrogen;

R_5 is hydrogen;

R_6 is hydrogen;

R_7 is halo, cyano, methoxy or hydrogen;

R_8 is hydrogen; and

R_{12} is optionally substituted imidazole, wherein R_{13} is hydrogen and $R_{13'}$ is hydrogen or optionally substituted alkyl; and R_9 is optionally substituted aryl.

54. A compound according to any one of claims **1-47** wherein R^2 and $R^{2'}$ are each attached to a stereogenic center having an R-configuration, or a pharmaceutically acceptable salt or solvate thereof.

55. A compound according to any one of claims **1-48** that is a hydrochloric, phosphoric, or oxalic acid salt.

56. A composition comprising a pharmaceutical excipient and a compound, salt, or solvate thereof of any one of claims **1-47**.

57. A composition according to claim **50**, wherein said composition further comprises a chemotherapeutic agent other than a compound of Formula I or a pharmaceutical salt or solvate thereof.

58. A composition according to claim **51**, wherein said composition further comprises a taxane.

59. A composition according to claim **51**, wherein said composition further comprises a vinca alkaloid.

60. A composition according to claim **51**, wherein said composition further comprises a topoisomerase 1 inhibitor.

61. A method of modulating KSP kinesin activity which comprises contacting said kinesin with an effective amount of a compound according to any one of claims **1** to **55**, or a pharmaceutically acceptable salt or solvate thereof.

62. A method of inhibiting KSP which comprises contacting said kinesin with an effective amount of a compound according to any one of claims **1** to **55**, or a pharmaceutically acceptable salt or solvate thereof.

63. A method for the treatment of a cellular proliferative disease comprising administering to a subject in need thereof a compound according to any one of claims **1-55**, or a pharmaceutically acceptable salt or solvate thereof.

64. A method for the treatment of a cellular proliferative disease comprising administering to a subject in need thereof a composition according to any one of claims **56-60**.

65. A method according to claim **63** or claim **64** wherein said disease is selected from the group consisting of cancer, hyperplasias, restenosis, cardiac hypertrophy, immune disorders, and inflammation.

66. The use, in the manufacture of a medicament for treating cellular proliferative disease, of a compound according to any one of claims **1-66**, or a pharmaceutically acceptable salt or solvate thereof

67. The use of a compound as defined in claim **66** for the manufacture of a medicament for treating a disorder associated with KSP kinesin activity.

* * * * *